

RENABIE MINES LIMITED

**INFORMATION CIRCULAR
for
Annual Meeting of Shareholders
to be held on May 8, 1969**

This Information Circular accompanies the Notice of the Annual Meeting of Shareholders of RENABIE MINES LIMITED to be held on May 8, 1969, and is furnished in connection with the solicitation by the Management of the Company of proxies for use at the said Meeting. The costs of such solicitation will be borne by the Company. It is planned that the solicitation will be initially by mail but proxies may also be solicited by regular employees of the Company.

A proxy in the form enclosed with the Notice of Meeting (a) confers discretionary authority with respect to amendments or variations to matters identified in the Notice of Meeting, or other matters which may properly come before the Meeting, and (b) may be revoked at any time before it is exercised. The shares represented by such a proxy will be voted at the Meeting.

A SHAREHOLDER HAS THE RIGHT TO APPOINT A PERSON (WHO NEED NOT BE A SHAREHOLDER) TO REPRESENT HIM AT THE MEETING OTHER THAN THE PERSONS DESIGNATED IN THE FORM OF PROXY ENCLOSED WITH THE NOTICE OF MEETING. SUCH RIGHT MAY BE EXERCISED BY FILLING IN THE NAME OF SUCH PERSON IN THE BLANK SPACE PROVIDED IN SUCH FORM OF PROXY.

VOTING SHARES AND PRINCIPAL HOLDERS THEREOF

There are 1,050,005 shares of the Company outstanding, each of which entitles the shareholder to one vote at any meeting of shareholders.

Shareholders of record on May 8, 1969, the date of the Annual Meeting, are entitled to vote thereat. Those shareholders desiring to be represented at the said Meeting by a nominee must deposit their proxies with the Company at least 48 hours preceding the time of the Meeting.

The directors and senior officers of the Company have been informed that Macassa Gold Mines Limited owns directly or indirectly 870,096 shares of the Company, being approximately 82.9% of the outstanding shares of the Company.

ELECTION OF DIRECTORS

The Management of the Company proposes to nominate the persons listed below for election as directors of the Company, to serve until the next annual meeting of the shareholders of the Company or until their successors are duly elected or appointed, unless any such person is unable to act as a director, in which event a substitute may be nominated by the Management of the Company:—

Name of Proposed Nominee	Other positions and offices with the Company	Period served as a Director of the Company	Approximate Number of shares of the Company beneficially owned, directly or indirectly (1)	Principal occupation or employment
John D. Bryce	President	Since 1952	200	President, Macassa Gold Mines Limited.
Robert C. Stanley, Jr.	Vice-President	Since 1965	1	Executive Vice - President, The Little Long Lac Gold Mines Limited.

Name of Proposed Nominee	Other positions and offices with the Company	Period served as a Director of the Company	Approximate Number of shares of the Company beneficially owned, directly or indirectly (1)	Principal occupation or employment
John C. L. Allen	None	Since 1960	1	President, John C. L. Allen Limited, Stockbrokers.
Peter K. Hanley	None	Since 1963	1	A Vice-President of John C. L. Allen Limited, Stockbrokers.
Peter A. Allen	None	Since 1966	1	A Vice-President of John C. L. Allen Limited, Stockbrokers.
Charles C. Huston	None	Since 1958	1,000	Consulting Mining Engineer, Proprietor C. C. Huston & Associates.

(1) Note: The number of shares shown above are as reported by the respective nominees.

REMUNERATION OF MANAGEMENT AND OTHERS

The aggregate direct remuneration paid or payable by the Company to the directors and senior officers of the Company (including the 5 highest paid employees) during the Company's last completed financial year was:

Directors and Officers	\$ 12,200
Mine Employees	54,924
	<u>\$ 67,124</u>

MANAGEMENT CONTRACTS

The Company has an arrangement with The Little Long Lac Gold Mines Limited, Room 400, 112 King Street West, Toronto 1, Ontario, whereby the Company pays to Little Long Lac a management fee of \$1,500 per month for managerial, engineering and secretarial services and head office accommodation provided by Little Long Lac to the Company. The Company paid Little Long Lac \$22,500 for management services provided during the 15 month period since the commencement of the Company's last completed financial year.

The following are the names and addresses of "Insiders" of The Little Long Lac Gold Mines Limited as defined in The Securities Act, 1966 (Ontario): — Lun-Echo Gold Mines Limited, John Charles Leighton Allen, Peter Ackerman Allen, John Douglas Bryce, Dominic Mathew Giachino, Peter Keith Hanley, Donald Murray Lorimer, Augustus George Wilson, all of Room 400, 112 King Street West, Toronto, Ontario; and Robert Crooks Stanley, Jr., 578 Navesink River Road, Mounted Route #1, Red Bank, New Jersey, U.S.A.

APPOINTMENT OF AUDITORS

The Management of the Company proposes to move the appointment of Thorne, Gunn, Helliwell & Christenson, the Company's present auditors, as auditors of the Company. Thorne, Gunn, Helliwell & Christenson and their predecessor firms, have been auditors of the Company for more than five years.

OTHER BUSINESS

The Management of the Company knows of no matters to come before the Meeting other than the matters referred to in the Notice of the Meeting. However, if matters not now known to the Management should come before the Meeting, shares represented by Proxies solicited by the Management will be voted on each such matter in accordance with the best judgment of the nominee voting same.

On Behalf of the Board,

A. G. WILSON,
Secretary.